

ENTERED

February 21, 2024

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

HORNBLOWER HOLDINGS LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 24-90061 (MI)
)
) (Jointly Administered)
)
)
)
)**ORDER (I) AUTHORIZING THE DEBTORS TO
(A) FILE A CONSOLIDATED LIST OF CREDITORS,
(B) FILE A CONSOLIDATED LIST OF THE 30 LARGEST
UNSECURED CREDITORS, AND (C) REDACT CERTAIN PERSONAL
IDENTIFICATION INFORMATION; (II) WAIVING OR MODIFYING THE
REQUIREMENT TO FILE A LIST OF EQUITY SECURITY HOLDERS;
(III) APPROVING THE FORM AND
MANNER OF NOTIFYING CREDITORS OF THE COMMENCEMENT OF
THESE CHAPTER 11 CASES; AND (IV) GRANTING RELATED RELIEF**

[Relates to Docket No. 5]

Upon the motion (the “Motion”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) (a) authorizing the Debtors to (i) file a consolidated creditor matrix in lieu of submitting separate mail matrices for each Debtor, (ii) file a consolidated list of their 30 largest unsecured creditors, and (iii) redact certain personal identification information; (b) waiving or modifying the requirement to file a list of equity security holders for Debtor Hornblower Holdings LP; (c) approving the form and manner of the Notice of Commencement and the scheduling of the meeting of the creditors under section 341 of the

¹ The last four digits of Debtor Hornblower Holdings LLC’s tax identification number are 6035. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://omniagentsolutions.com/Hornblower>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: Pier 3 on The Embarcadero, San Francisco, CA 94111.

Bankruptcy Code; and (d) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. § 1408; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Debtors are authorized, but not directed, to file a single consolidated Creditor Matrix for all of these chapter 11 cases.
2. The Debtors are authorized, but not directed, to file the consolidated Top 30 List.
3. The Debtors are authorized to redact the home address information in respect of individual current and former employees, directors, creditors, and equityholders (to the extent such creditors or equityholders are natural persons) of the Debtors listed on the Creditor Matrix or similar documents filed with the Court; *provided*, that the Debtors shall provide, upon request (which may be made via email), an unredacted version of the Creditor Matrix to the Court, the

U.S. Trustee, and any statutory committees appointed in these chapter 11 cases, and to any party in interest that represents that the unredacted list will be utilized solely for giving notice in the chapter 11 cases, and otherwise be maintained in confidence, and covenants not to transfer or otherwise provide such unredacted personally identifiable information to any person or entity not party to that request. The Debtors shall inform the U.S. Trustee and the Court promptly after denying any request for an unredacted document pursuant to this Order.

4. The requirements to file a list of equity security holders as to Debtor Hornblower Holdings LP are waived to the extent such equity security holders are individual current and/or former employees.

5. Within 5 business days of the entry of this Order, the Debtors shall serve the Notice of Commencement, substantially in the form attached hereto as Exhibit 1, on the Creditor Matrix and such service of the Notice of Commencement shall be deemed adequate and sufficient notice of (a) the commencement of these chapter 11 cases and (b) the scheduling of the meeting of creditors under section 341 of the Bankruptcy Code.

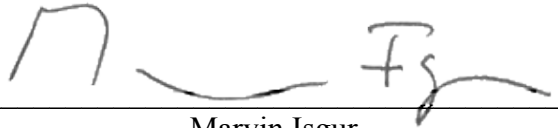
6. The Debtors shall cause the Notice of Commencement (with such changes as may be required for publication) to be published once in the *New York Times* and once in the *San Francisco Chronicle*, in each case, within seven days after entry of this Order or as soon as practicable thereafter and the form of the publication notice is hereby approved and authorized pursuant to Bankruptcy Rule 2002(l).

7. Notice of the Motion as provided therein is hereby deemed good and sufficient notice of such Motion, and the requirements of the Bankruptcy Rules and the Bankruptcy Local Rules are satisfied by such notice.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: February 21, 2024



Marvin Isgur
United States Bankruptcy Judge

Exhibit 1

Proposed Notice of Commencement

Information to identify the case:Debtor **Hornblower Holdings LLC, et al.**

EIN: 61-2116035

United States Bankruptcy Court for the Southern District of TexasDate case filed for chapter 11: 02 / 21 / 2024
MM / DD / YYYYCase number: **24-90061 (MI)****Official Form 309F (For Corporations or Partnerships)****Notice of Chapter 11 Bankruptcy Case**

12/15

For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtor's full name	<u>See Rider 1</u>	
2. All other names used in the last 8 years	<u>See Rider 2</u>	
3. Address	Pier 3 on The Embarcadero, San Francisco, CA 94111	
4. Debtor's attorney Name and address	Porter Hedges LLP 1000 Main Street, 36th Floor Houston, TX 77002 Attn John F. Higgins M. Shane Johnson Megan Young-John Telephone: Email:	
	(713) 226-6000 jhiggins@porterhedges.com sjohnson@porterhedges.com myoung-john@porterhedges.com	
	-and-	
	PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP 1285 Avenue of the Americas New York, New York 10019 Attn Paul M. Basta (pending pro hac vice) Jacob A. Adlerstein (pending pro hac vice) Kyle J. Kimpler (pending pro hac vice) Sarah Harnett (pending pro hac vice)	

Debtor

Hornblower Holdings LLC, et al.

Case Number Case No. 24-90061 (MI)

Neda Davanipour (pending *pro hac vice*)

Telephone:

(212) 373-3000

Facsimile:

(212) 757-3990

Email:

pbasta@paulweiss.com

jadlerstein@paulweiss.com

kkimpler@paulweiss.com

sharnett@paulweiss.com

ndavanipour@paulweiss.com

5. Bankruptcy clerk's office

Documents in this case may be filed at this address.

You may inspect all records filed in this case at this office or online at www.pacer.gov.

Clerk's Office:

Bob Casey United States Courthouse
515 Rusk Street
Houston TX 77002

Hours open Monday – Friday 8:00 a.m. - 5:00 p.m.
Contact Phone (713) 250-5500

Debtors' Claims, Noticing Solicitation and Administrative Agent**If by First-Class Mail:**

Hornblower Holdings LLC Claims Processing Center
 c/o Omni Agent Solutions, Inc.
 5955 De Soto Avenue, Suite 100, Woodland Hills, CA 91367

U.S. toll-free: (888) 504-8055

International: (747) 263-0163

Email: HornblowerInquiries@OmniAgnt.comCase website: <https://omniagentsolutions.com/Hornblower>

All documents in this case are available free of charge on the Omni website at
<https://omniagentsolutions.com/Hornblower>

6. Meeting of creditors

The debtor's representative must attend the meeting to be questioned under oath.

Creditors may attend, but are not required to do so.

To Be Determined

The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.

Location:

Dial-in: To Be Determined**Participant Code:****7. Proof of claim deadline**

Deadline for filing proof of claim: Not yet set. If a deadline is set, the court will send you another notice.

Proofs of claim may be filed electronically (no paper claim required) on the Court's ECF system, by accessing the E-filing Claims (ePOC) link (at www.tx.uscourts.gov/bankruptcy) or through the claims agent's portal at <https://omniagentsolutions.com/Hornblower>.

Paper copies of completed proofs of claim may be submitted to Omni Agent Solutions, Inc., as the official claims agent for these cases.

A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.tx.uscourts.gov/bankruptcy, any bankruptcy clerk's office or on the claims agent's website at <https://omniagentsolutions.com/Hornblower>.

Your claim will be allowed in the amount scheduled unless:

- your claim is designated as *disputed*, *contingent*, or *unliquidated*;
- you file a proof of claim in a different amount; or
- you receive another notice.

If your claim is not scheduled or if your claim is designated as *disputed*, *contingent*, or *unliquidated*, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.

You may review the schedules at the bankruptcy clerk's office, online at www.pacer.gov or on the claims agent's website at <https://omniagentsolutions.com/Hornblower>.

Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.

Debtor

Hornblower Holdings LLC, *et al.*Case Number **Case No. 24-90061 (MI)****8. Exception to discharge deadline**

The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.

You must start a judicial proceeding by filing a complaint if you want to have a debt excepted from discharge under 11 U.S.C. § 1141(d)(6)(A).

Deadline for filing the complaint: To Be Determined

9. Creditors with a foreign address

If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.

10. Filing a Chapter 11 bankruptcy case

Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.

11. Discharge of debts

Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge under 11 U.S.C. § 1141(d)(6)(A), you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.

Rider 1
List of Jointly Administered Cases

Debtor(s)	Case Number	Tax ID Number
Hornblower Holdings LLC (Lead Case)	Case No. 24-90061	61-2116035
Alcatraz Cruises, LLC	Case No. 24-90062	20-3965680
Alcatraz Fleet, LLC	Case No. 24-90063	74-3257611
Alcatraz Freedom, LLC	Case No. 24-90066	84-2908160
Alcatraz Island Services, LLC	Case No. 24-90075	16-1773774
American Countess, LLC	Case No. 24-90080	81-3707563
American Duchess, LLC	Case No. 24-90082	81-3497775
American Queen HoldCo, LLC	Case No. 24-90086	38-4077314
American Queen Holdings, LLC	Case No. 24-90095	81-4605272
American Queen Steamboat Operating Company, LLC	Case No. 24-90100	35-2410122
American Queen Sub, LLC	Case No. 24-90104	38-4077314
Anchor Mexico Holdings, LLC	Case No. 24-90108	88-3590412
Anchor Operating System, LLC	Case No. 24-90113	86-2254555
ASG Advisors, LLC	Case No. 24-90119	N/A
Babarusa, LLC	Case No. 24-90124	N/A
Bay State, LLC	Case No. 24-90126	83-0508085
Booth Primary, LLC	Case No. 24-90132	N/A
Boston Harbor Cruises, LLC	Case No. 24-90137	84-2528566
Choi Advisory, LLC	Case No. 24-90138	N/A
City Cruises Ltd.	Case No. 24-90072	888886772
City Cruises Café, LLC	Case No. 24-90064	87-3416472
City Ferry Transportation Services, LLC	Case No. 24-90081	66-0999698
Colugo Liner, LLC	Case No. 24-90085	N/A
Cruising Excursions Ltd.	Case No. 24-90089	888886773
Cruising Excursions Transport, Ltd.	Case No. 24-90094	888886774
Eon Partners, LLC	Case No. 24-90099	80-0870280
Falls Mer, LLC	Case No. 24-90105	N/A
Ferryboat Santa Rosa, LLC	Case No. 24-90109	90-0839571
Gharian Holdings, LLC	Case No. 24-90112	N/A
Gourd Management, LLC	Case No. 24-90118	N/A
HBAQ Holdings, LLC	Case No. 24-90122	88-0618801
HBAQ Holdings, LP	Case No. 24-90125	88-0706725
HMS American Queen Steamboat Company, LLC	Case No. 24-90131	80-0727887
HMS Ferries, Inc.	Case No. 24-90141	36-4691740
HMS Ferries – Puerto Rico, LLC	Case No. 24-90136	66-0933950
HMS Global Maritime, Inc.	Case No. 24-90144	94-3014623
HMS Global Maritime, LLC	Case No. 24-90101	82-5130520
HMS Vessel Holdings, LLC	Case No. 24-90106	87-4334828
HMS-Alabama, Inc.	Case No. 24-90115	06-1747255
HMS-Oklahoma, Inc.	Case No. 24-90120	26-1091456
HMS-WestPac, Inc.	Case No. 24-90130	35-2190944
HNY Ferry, LLC	Case No. 24-90146	81-1390945
HNY Ferry II, LLC	Case No. 24-90142	92-1252771
HNY Ferry Fleet, LLC	Case No. 24-90134	81-1423025
Hornblower Cable Cars, Inc.	Case No. 24-90151	47-5160136
Hornblower Canada Co.	Case No. 24-90068	85107 4716 RT0001
Hornblower Canada Entertainment Ltd.	Case No. 24-90071	888886775
Hornblower Canadian Holdings, Inc.	Case No. 24-90078	47-4578943
Hornblower Consulting, LLC	Case No. 24-90155	80-0512156
Hornblower Cruise Holdings, LLC	Case No. 24-90154	83-4015899
Hornblower Cruises and Events Canada Ltd.	Case No. 24-90092	106568447
Hornblower Cruises and Events, Inc.	Case No. 24-90087	20-4116386
Hornblower Cruises and Events, LLC	Case No. 24-90149	54-1547338

Debtor **Hornblower Holdings LLC, et al.**Case Number **Case No. 24-90061 (MI)**

Hornblower Development, LLC	Case No. 24-90076	94-3020872
Hornblower Energy, LLC	Case No. 24-90088	84-2916957
Hornblower Facility Operations, LLC	Case No. 24-90097	83-4027926
Hornblower Ferry Holdings, LLC	Case No. 24-90117	81-1405174
Hornblower Ferry Holdings II, LLC	Case No. 24-90107	88-4380953
Hornblower Fleet, LLC	Case No. 24-90127	94-3315891
Hornblower Freedom, LLC	Case No. 24-90140	85-2464677
Hornblower Group, Inc.	Case No. 24-90067	94-3460564
Hornblower Group, LLC	Case No. 24-90157	37-1876686
Hornblower Group Holdco, LLC	Case No. 24-90147	93-3720190
Hornblower Holdco, LLC	Case No. 24-90160	83-3948744
Hornblower Holdings LP	Case No. 24-90162	82-5259345
Hornblower Hospitality Services, LLC	Case No. 24-90163	94-3387386
Hornblower India Holdings, LLC	Case No. 24-90161	88-2057710
Hornblower Metro Ferry, LLC	Case No. 24-90159	84-3299990
Hornblower Metro Fleet, LLC	Case No. 24-90158	81-3756765
Hornblower Metro Holdings, LLC	Case No. 24-90156	83-4015732
Hornblower Municipal Operations, LLC	Case No. 24-90069	85-2085487
Hornblower New York, LLC	Case No. 24-90074	74-3257615
Hornblower Shipyard, LLC	Case No. 24-90079	86-3882447
Hornblower Sub, LLC	Case No. 24-90084	83-3949319
Hornblower UK Holdings Ltd.	Case No. 24-90091	888886779
Hornblower Yachts, LLC	Case No. 24-90096	94-2699024
JJ Audobon, LLC	Case No. 24-90102	77-0704027
Journey Beyond Holdings, LLC	Case No. 24-90110	92-0817363
Liberty Cruises, LLC	Case No. 24-90114	46-4934502
Liberty Fleet, LLC	Case No. 24-90121	90-0424934
Liberty Hospitality, LLC	Case No. 24-90128	11-3842084
Liberty Landing Ferries, LLC	Case No. 24-90133	80-0316818
Lyman Partners, LLC	Case No. 24-90139	N/A
Madison Union, LLC	Case No. 24-90143	N/A
Mission Bay Water Transit, LLC	Case No. 24-90153	84-2955299
Mission Bay Water Transit Fleet, LLC	Case No. 24-90148	84-2933746
Orane Partners, LLC	Case No. 24-90150	N/A
San Francisco Pier 33, LLC	Case No. 24-90065	20-0286965
Sea Operating Company, LLC	Case No. 24-90070	85-2860375
Seaward Services, Inc.	Case No. 24-90073	59-2116483
Statue Cruises, LLC	Case No. 24-90077	20-8877253
Statue of Liberty IV, LLC	Case No. 24-90083	80-0159239
Statue of Liberty V, LLC	Case No. 24-90090	80-0159254
Statue of Liberty VI, LLC	Case No. 24-90093	80-0174121
TCB Consulting, LLC	Case No. 24-90098	30-1289523
Venture Ashore, LLC	Case No. 24-90098	87-3958788
Victory Holdings I, LLC	Case No. 24-90111	83-2689764
Victory Holdings II, LLC	Case No. 24-90116	83-2694425
Victory Operating Company, LLC	Case No. 24-90123	83-2709424
Walks, LLC (Del.)	Case No. 24-90135	90-1035862
Walks, LLC (Tex.)	Case No. 24-90060	45-5412921
Walks of New York Tours, LLC	Case No. 24-90129	46-5190969
Yardarm Club (the) Ltd.	Case No. 24-90145	888886778
York River Boat Cruises Limited	Case No. 24-90152	888886780

Debtor **Hornblower Holdings LLC, et al.**Case Number **Case No. 24-90061 (MI)**

Rider 2
Other Names Used in the Last 8 Years

Current Entity Name	Former Entity Name
Alcatraz Cruises, LLC	d/b/a Alcatraz City Cruises anchored by Hornblower
American Queen Steamboat Operating Company, LLC	f/k/a Great American Steamboat Company, LLC; d/b/a American Queen Voyages; American Queen Steamboat Company; American Queen; American Duchess; American Countess; American Empress
Boston Harbor Cruises, LLC	d/b/a Boston Harbor City Cruises anchored by Hornblower; Boston Harbor Cruises
City Cruises Café, LLC	d/b/a City Café
City Cruises Ltd.	f/k/a City Cruises Public Limited Company
Ferryboat Santa Rosa, LLC	f/k/a Ferryboat Santa Rosa Corporation
HMS Ferries, Inc.	d/b/a Oklahoma River Cruises; RiverLink Ferry; Pierce County Ferry anchored by Hornblower; Pensacola Bay City Ferry anchored by Hornblower; Cross Bay Ferry; St. Johns River Ferry
HMS Ferries – Puerto Rico, LLC	d/b/a Puerto Rico Ferry anchored by Hornblower
HMS-Alabama, Inc.	d/b/a Gees Bend Ferry; Mobile Bay Ferry
HMS-Oklahoma, Inc.	d/b/a Oklahoma River Cruises
HNy Ferry, LLC	d/b/a NYC Ferry; New York City Ferry; NY Ferry; City Ferry; Melting Pot; City Fishy; White Sands; Time Traveler; Dream Boat; Forget Me Knot; Cyclone Shark; Purpose; Koalafield Cruiser; Signs to Liberty; Tooth Ferry; Bay Hopper; Ferry Godmother; Curiosity; River Sprinter; Jewel of the Harbor; Starlight; Traversity; Golden Narrows; Seas the Day; Unity; Rainbow Cruise; Spring Mallard; Atlantic Compass; Ocean Queen Rockstar; Flyer; H203; H106; Happy Hauler; Great Eagle; Owls Head; Opportunity; H102; Friendship Express; H101; Connector; Hull 200; Hull 202; Hull 201; Waves of Wonder; Citywide Ferry; East River Ferry; Citywide Ferry by Hornblower; Urban Journey; Munsee; McShiny; Sunset Crossing
HNy Ferry II, LLC	d/b/a NYC Ferry; New York City Ferry; City Ferry
Hornblower Canada Co.	f/k/a Hornblower Canada Limited; d/b/a Niagara City Cruises anchored by Hornblower
Hornblower Canadian Holdings, Inc.	f/k/a Hornblower Canadian Holdings, LLC
Hornblower Consulting, LLC	f/k/a HMS Consulting and Technical, LLC; HMS Consulting, LLC
Hornblower Cruises and Events, Inc.	f/k/a Entertainment Cruises, Inc.
Hornblower Cruises and Events, LLC	f/k/a Spirit Cruises, LLC; d/b/a Capital Elite; Odyssey III; Spirit of Mount Vernon; National Elite; Spirit of Baltimore II; Cherry Blossom; Freedom Elite;
Hornblower Cruises and Events Canada Limited	f/k/a Island Memories Restaurant; d/b/a City Cruises anchored by Hornblower; Dockside Restaurant;
Hornblower Development, LLC	f/k/a Hornblower Development Corporation
Hornblower Energy, LLC	f/k/a Mission Bay Water Transit Holdings, LLC
Hornblower Fleet, LLC	f/k/a California Hornblower, LLC
Hornblower Freedom, LLC	f/k/a AQ Shore Excursions, LLC
Hornblower Holdings LLC	f/k/a Hornblower & American Queen Group GP, LLC
Hornblower Holdings LP	f/k/a Hornblower & American Queen Group, LP
Hornblower Hospitality Services, LLC	f/k/a Hornblower Hospitality Services, Inc.
Hornblower New York, LLC	f/k/a Statue Cruises Hospitality, LLC; Statue Hospitality LLC; d/b/a Hornblower Infinity; Hornblower Espirit; Hornblower Cruises & Events; Hornblower Serenity; Hornblower New York

Debtor **Hornblower Holdings LLC, et al.**Case Number **Case No. 24-90061 (MI)**

Hornblower Shipyard, LLC	d/b/a Hornblower Marine; Hornblower Marine Propulsion
Hornblower Yachts, LLC	d/b/a Just Dreamin; City Cruises anchored by Hornblower; Pacific Coast Yacht Club; Icon Yacht Charters; Charter Yachts of Newport Beach
Liberty Landing Ferries, LLC	d/b/a Liberty Landing City Ferry
SEA Operating Company, LLC	d/b/a American Queen Voyages
Statue Cruises, LLC	d/b/a Statue City Cruises anchored by Hornblower
Statue of Liberty IV, LLC	d/b/a Liberty IV
Statue of Liberty V, LLC	d/b/a Liberty V
Statue of Liberty VI, LLC	d/b/a Liberty VI
Victory Operating Company, LLC	d/b/a Ocean Victory; Ocean Navigator; Ocean Voyager; American Queen Voyages; Victory Cruise Lines